

GC 2018/14

SRHE Constitution

(Rules and procedures)

(2010 version)

This version of the SRHE **Constitution** (Rules and Procedures) was presented to the Annual General Meeting of the Society for Research into Higher Education on 15 December 2010 and recommended for adoption by the Members by the SRHE Governing Council by resolution made at its meeting on 14 October 2010. The AGM accepted all the amendments proposed and this new constitution was adopted on 15 December 2010.

SOCIETY FOR RESEARCH INTO HIGHER EDUCATION

CONSTITUTION

NOTE The Society for Research into Higher Education {the Society} was formed in 1965 and established under a Memorandum and Articles of Association signed on 31 December 1965 and registered on 4 January 1966 The Society is governed by the terms enshrined in these documents, as amended by special resolution from time to time. The Constitution of the Society establishes a series of operating procedures for the good management and governance of the Society. The Constitution is made by the Governing Council of the Society, formed from elected and co-opted members of the Society, and can be amended by formal resolution of the Governing Council.

1. Governing Council

In accordance with the Society's Articles of Association, there shall be a Governing Council of the Society, responsible for general oversight of the Society's affairs. The members of the Governing Council are the "Trustees" of the Society and therefore have the duties and responsibilities ascribed to all such "Trustees" under all relevant English Company Law and all relevant requirements of the Charities Commission.

1.1 Governing Council: Terms of reference

1.2

The Governing Council shall

- 1.1.1 determine the general character of the Society's activities;
- 1.1.2 approve the topics of annual and other conferences organised by or in conjunction with the Society;
- 1.1.3 approve both the academic and the financial relationship between the Society and the publishers of its book imprints and journals;
- 1.1.4 approve the conferment of all and any awards made by the Society which will include all forms of Fellowships and all Prizes as the Society may offer;
- 1.1.5 review and approve on an annual basis the services and benefits to be provided to members and the level of subscriptions to be charged;
- 1.1.6 establish financial procedures to safeguard the assets of the Society, to ensure its viability and the achievement of its aims;
- 1.1.7 approve the Annual Accounts for presentation to the Annual General Meeting and recommend on the appointment of Auditors;
- 1.1.8 appoint, by consensus or majority vote, the **President of the Society**, Officers of the Society, and the Chairs and members of committees and groups, as prescribed below;
- 1.1.9 at its discretion undertake such other tasks, consonant with the Society's aims and the Council's legal and financial responsibilities, as may from time to time be requested by the Annual General Meeting.

1.2 Governing Council: Composition

The membership of the Governing Council shall be **up to 5 Officers of the Society; up to 16 elected members and up to 5 co-opted members, comprising a total of 22 members. This membership will be achieved as follows:**

- Officers of the Society
- The Chair of the Society
- Up to Two Vice Chairs
- The Treasurer
- The "Past Chair", i.e. the immediately preceding Chair of the Society
- Director of the Society

Up to 16 further members elected by and from the members of the Society Under the Articles of Association the number of elected members not holding a specific office, as defined above, on the Governing Council must not be less than 8 or more than 16.

Up to five further co-opted members who shall be members of the Society. Under the Articles of Association the number of co-opted members not holding office on the Governing Council must not exceed 8 at any one time. By resolution of Governing Council in on 24 June 2010 no more than five co-opted members should serve on Governing Council at any one time.

1.3 Governing Council: Elected and co-opted members¹

The elected members of Governing Council shall hold office for three years, beginning on January 1st.

Retiring members may stand for re-election. **Unless otherwise determined by Governing Council, elected members may serve for a maximum of three consecutive terms and will become eligible to stand for Council again two complete years after last being a member of Council.** Wherever possible, one third of the elected members should retire each year: in the event of early retirement, the terms of office of one or more vacancies may be shortened accordingly. Mid-year vacancies may be filled, at Governing Council's discretion, by co-option until the next Annual General Meeting. Other co-opted members may serve for up to three years, **standing down at the end of year of office. Co-options are renewable up to a maximum of nine consecutive years in total.**

Election to Governing Council shall be by ballot using the Single Transferable Vote. Candidates shall be nominated by two **ordinary** members of the Society and must indicate their willingness to stand for election. A minimum of fourteen days shall be allowed for nominations and a minimum of ten days for voting. The result of the election shall be announced to the Annual General Meeting.

2. Officers of the Society

2.1 The Chair of the Society shall be elected by Governing Council from the membership of the **Governing Council**. The election shall take place before the Annual General Meeting, and the period of office shall be two years, beginning on January 1st. The appointment is renewable for up to a maximum of two further years at the invitation of Governing Council. **Self-nominations**

¹ Amendments to this section 1.3 were approved by the Governing Council at the 16th February 2017 meeting. However, these were subsequently rescinded following the AGM of December 2017, pending a review of the process for appointments to Governing Council.

and cross nominations are not permitted and in the interests of good governance the position is to be held by one individual.

2.2 Up to two Vice Chairs, and the **Treasurer** shall be elected by and from the newly-elected Governing Council, as soon as possible after the Annual General Meeting. The period of office shall be two years, beginning at the first meeting of Governing Council after the Annual General Meeting. These appointments are renewable. The appointments of the Treasurer shall normally run one year after the appointments of the Chair and Vice Chair.

2.3 Elections for the Officers shall be by ballot. Candidates shall be nominated by a member of the Governing Council and must indicate their willingness to stand for election. A minimum of fourteen days shall be allowed for nominations and a minimum of ten days for voting.

3. Committees of Governing Council

3.1. Management and Finance Committee

3.1.1 Management and Finance Committee: Terms of reference

The Management and Finance Committee shall:

3.1.1a Within the overall policies laid down by the Governing Council, keep under review and deal with matters affecting the day-to-day and other management of the Society.

3.1.1b On behalf of the Council, to determine, within the Budget agreed by the Council, the salary, terms and conditions (and where appropriate severance payments) of the Director;

3.1.1c Receive and review the Director's decisions regarding the salaries of the staff and their terms and conditions (and where appropriate severance payments);

3.1.1d Review any benefits allocated to the Director;

3.1.1e Meet once a year, normally in the spring prior to Management Committee, to make recommendations for the coming salary year.

3.1.1f Keep under review membership levels, benefits and services and the income derived from them with a view to enhancement and to advise Council and receive feedback and instructions from Council in regard to matters concerning membership.

3.1.2 Management and Finance Committee: Composition

Chair of the Society (Chair)

Up to Two Vice-Chairs

Honorary Treasurer

Past Chair of the Society

Chair of the Publications Committee

Chair of the Research and Development Committee

Two elected members of Governing Council

Up to two co-opted Members of Governing Council

Director of the Society

3.1.3 Management and Finance Committee: Tenure

The Members of the Committee shall hold office for three years, renewable. Appointments to vacancies shall be made by the Governing Council at its first meeting after the Annual General Meeting. The Officers of the Society and the Chairs of Committees shall hold office for the duration of these appointments.

3.2 Publications Committee

3.2.1 Publications Committee: Terms of reference

The Publications Committee shall:

- 3.2.1a Advise the Governing Council on the general conditions upon which the Society's publishing operations take place;
- 3.2.1b Formulate, in conjunction with the publishers, a strategy for the Society's book imprints and journals, for approval by the Governing Council;
- 3.2.1c Ensure, in conjunction with the editors and publishers, a sufficient and regular flow of high quality monographs, articles, etc;
- 3.2.1d Recommend to Governing Council the appointment of editors of the Society's journals and of any monograph series that may require an editor;
- 3.2.1e Recommend to Governing Council the appointment of editorial advisory boards;
- 3.2.1f Undertake any other duties assigned by Governing Council in accordance with its broad remit.

3.2.2 Publications Committee: Composition

- Chair appointed by the Governing Council
- Two members elected by the Governing Council
- The editors of the Society's Journals
- The editor(s) of monograph series
- The Editor SRHE NEWS
- Director of the Society
- Any other Member of the Society appointed by the Governing Council
- Up to three co-opted members, of whom at least two must be members of the Society at the time of co-option

3.3.3 Publications Committee: Tenure

The Chair and Members of the Committee shall hold office for three years, renewable. Appointments to vacancies shall be made by the Governing Council at its first meeting after the Annual General Meeting.

3.4 Research and Development Committee

3.4.1 Research and Development Committee: Terms of reference

The Research and Development Committee shall advise the Governing Council on the Society's various groups and, subject to approval by the Governing Council, conduct the following business:

3.4.1. A Research and Development

- a1 Generate, promote and oversee research and development activities conducted by the Society;
- a2 Offer advice to members of the Society on research and development proposals;
- a3 Engage with policy issues.
- a4 Direct and manage all research awards offered by the Society, including the Newer Researchers prize and the SRHE Annual Research Awards

3.4.1. B Conference activities including the Newer Researchers conference

- b1 Recommend to the Governing Council conference topics and titles;
- b2 Establish and oversee conference organising committees

3.4.1. C Oversee the running of the Society's Networks including:

- c1 Consider proposals for new networks, as advised by the Director and agreed by Council on the Committee's recommendations;
- c2 Provide Council with an annual overview report on the networks at its autumn meeting;
- c3 make recommendations on the two-year review at the Summer meeting prior to the Autumn renewal date.

c4 provide Council with an annual overview report on the Society.

c5 apply the terms of the Society Networks Guidelines and keep these under review:

Society Networks Guidelines

- c5.1. A proposal for a new network shall be considered by the Research and Development Committee, advised by the Director, and agreed by Council on the Committee's recommendation.
- c5.2. The nominated convenor(s) shall also be approved by Council.
- c5.3. A network shall be approved for two years in the first instance, and thereafter the approval will be reviewed at two year intervals. A year is defined as the academic year.
- c5.4. Convenor(s) may serve for two terms (four years), after which Council shall approve the nominations of a successor.
- c5.5. A new network may be established at any point in the year; renewal of approval shall be due the Summer of the second full year.
- c5.6. A chair/convenor(s) shall be a member of the Society and responsible for:
 - a) ensuring that the network operates in accordance with the Society's policies and procedures
 - b) providing an annual report to the Autumn meeting of the Research and Development Committee on the network 's proceedings for the previous year, and also for the Annual Report.
 - c) taking part in an annual meeting of convenors with the Chair of Research and Development Committee, the Chair of the Society (or their representatives), and the Director.
- c5.7.
 - a) Individual members of the Society shall have the right to join any network.
 - b) Members of staff of institutions in corporate membership shall have the right to join any network.
 - c) Other participants will be welcome to attend network events.
- c5.8. The Research Development Committee shall:
 - a) provide Council with an annual overview report at its Autumn meeting.
 - b) make recommendations to Council on two-year review at the Summer meeting prior to the Autumn renewal date.
- c5.9. Network records will be maintained by the SRHE Office and the Director will ensure an annual return of numbers to the Research and Development meeting for its summer meeting.
- c5.10. Governing Council may designate a member of Council to take special responsibility for overseeing the Networks, such designated member to be a co-opted member of the R&D Committee.

3.4.1 D - International activities/ outreach opportunities

d1 develop and oversee international activities/strategies.

d2) develop and sustain links with other Learned Societies and bodies
The Research and Development Committee shall also undertake any other duties assigned by Governing Council from time to time in accordance with its broad remit.

3.4.2 Research and Development Committee Composition

Chair appointed by the Governing Council
Two members elected by the Governing Council
Networks co-ordinator
Director of the Society
Any other Officer of the Society appointed by the Governing Council
Up to six co-opted members, of whom at least four must be members of the Society at the time of co option

3.4.3 Research and Development Committee Tenure

The Chair and Members of the Committee shall hold office for three years, renewable.
Appointments to vacancies shall be made by the Governing Council at its first meeting after the Annual General Meeting.

3.5. Governance and Appointments Committee

3.5.1. Governance and Appointments Committee: Terms of Reference

The Governance and Appointments Committee shall oversee the governance of the Society, provide governance advice to the Governing Council and advise Council accordingly.

Specifically the Governance and Appointments Committee shall :

- 3.5.1a Receive and consider nominations for Vice-Presidents of the Society;
- 3.5.1b Scrutinize the nominations and make recommendations to Council at the Autumn meeting to be brought to the following Annual General Meeting;
- 3.5.1c Receive and consider nominations for Fellowships and **any other awards approved by the Governing Council** of the Society;
- 3.5.1d Scrutinize the nominations and make recommendations for approval by Council at the Autumn meeting;
- 3.5.1e Advise the Council on means of maintaining the profile of Fellows within the Society.
- 3.5.1f Consider nominations sought from the Society to any other bodies
- 3.5.1g Make recommendations for approval by Council.

3.5.2. Governance and Appointments Committee: Composition

The immediate past Chair of the Society, if appropriate, or to be elected by Council
President of the Society

Chair of the Society

Up to 5 members of the Society of whom at least two will be Fellows of the Society, to be appointed by Council

Director of the Society

3.5.3. Governance and Appointments Committee: Tenure

The Chair and members of the Committee shall hold office for three years, renewable.
Appointments to vacancies shall be made by the Governing Council at its first meeting after the Annual General Meeting.

4 Groups of the Society

The Governing Council of the Society may, at its discretion and as advised by the Research and Development Committee, authorise the setting up of study groups, interest groups, regional groups, networks etc. which use the Society's name. It is expected that all members of such groups will normally be members of the Society. All such groups must report their activities annually to Governing Council and must account in full to the Council for all income and expenditure, including any income not derived directly from the Society's funds. Where such groups wish to appoint a Chair, the appointment must be approved by the Governing Council: but the Council may, at its discretion, appoint any Chair itself.

5 Annual General Meetings of the Society

5.1 The Society will hold a General Meeting in every calendar year at such time and places as may be determined by the Governing Council. Each such meeting to be notified to the Society membership with 21 days notice and each meeting to take place no more than fifteen months after the preceding Annual General Meeting.

5.2 To be quorate for the purposes of transacting business at least seven members of the Society must be present at the General Meeting.

5.3 The accidental omission to give notice of a meeting to, or the non-receipt of such notice by, any person entitled to receive such notice shall not invalidate any resolution passed, or proceeding had, at the meeting.

5.4 At any general meeting a resolution put to the vote shall be decided by a show of hands. In the case of equity of votes the Chair of the meeting shall be entitled to a second or casting vote.

5.5 An Extraordinary meeting of the Society may be called by the submission in writing of a formal request to the Society Chair setting out the reason for the request and showing the support of at least 20 full members of the Society. Such an Extraordinary meeting, duly approved, will be convened within six months of the application and notice will be given in accordance with the notice requirements for the AGM.

This Constitution is as amended by Governing Council resolution on 14th October 2010 and adopted by membership resolution on 15 December 2010 at the Society AGM.

Previously amended by Governing Council on 19th October 2006

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